

One SW Columbia, Suite 1000 Portland, OR 97258 (503) 223-6222

Invoice submitted to: Stayton SW Assisted Living LLC, DBA Lakeside Case No. 09-cv-6056-HO

July 13, 2010

Invoice # 1749

Professional Services

		Hours	Amount
6/1/2010 JHR	Cash Management Review and prepare authorization for wire transfers.	0.20	60.00
САН	Plan Process Work on defining and scheduling issues needing resolution as part of the POR and confirmation including tax issues, feeder issues and its pros and cons, TrustCo's formations and operations, completion of DivestCo's wind down and impact of both on cash flow and cash recoveries. Work on strategic issues related to development of the POR and process of distribution of proceeds to claimants particularly the tax deferral complexities.	3.60	1,620.00
САН	Plan Process Work on RichCo LLC claims analysis for potential settlement possibilities with Hannah Schmidt, Gary Lawrence and Geoff Winkler.	1.50	675.00
САН	Strategic Planning Prepare for and lead CRO team member calls to inform members of current status of issues, assign task, discuss problems and solutions, get input from counsel and coordinate efforts.	1.40	630.00
САН	Financing Work on debt restructuring matters with Greg Yates and Shirley Dunn, Al Kennedy and Paul Rundell.	1.50	675.00
САН	Business Operations Review and respond to email and calls.	1.80	810.00
САН	Plan & Disclosure Statement Work on modification of ballots to allow partial cash and partial roll over election.	0.90	405.00

		Hours	Amount
6/1/2010 GEL	Plan Process Work on investor distribution model/database to add data validation rules for elections by investor type and add functionality to calculate distributions of cash and equity units by investor by entity by investor type.	7.10	2,485.00
GEL	Plan Process Meet with Hannah Schmidt to discuss distribution options by investor type and election.	1.00	350.00
GEL	Strategic Planning Participate in daily team status call.	1.20	420.00
MS	Travel Time Travel time for Mark Schmidt for travel from Welches to Salem.	1.80 N	O CHARGE
MS	Business Operations Attend directors meeting.	0.70	245.00
SD	Financing Conference call with Greg Peterson, DNB Bank, David Mylrea and Greg Yates regarding loan modification. Telephone conference with Bennett Goldstein and Rick Barroway regarding Community bank loan modification. Additional call with DNB Bank. Call with Rick Barroway regarding Zions Bank loan on Emerald Pointe. Calls with John Fiedler of United Western Bank. Meet with Kyle Hibler, Jessica Lindsay and Jeremiah Toews regarding information needed for LMA's.	6.10	2,196.00
SD	Asset Disposition Meet with Carrie Rasca and other team members relating to schedules and closing process for sale to Blackstone.	1.00	360.00
SD	Strategic Planning Participate in meeting regarding communities at risk of operating beyond August 1. Participate in CRO call.	2.20	792.00
MOC	Tax Issues Call with Bill Bryan regarding DivestCo TICs memo; distribute memo.	0.20	60.00
MOC	Business Operations Conference call with Clyde Hamstreet regarding work plan. Review and respond to general email; organize files and tasks.	0.90	270.00
SD	Business Operations Meet with Suzanne regarding disposition of excess vehicles. Review emails and respond.	2.20	792.00
МОС	Strategic Planning Participate in team call. Conference call with Gary Lawrence and Hannah Schmidt regarding rollover member modeling questions.	1.30	390.00
КВ	Business Operations Business meal expense for Kathrine Barton.	1.80	576.00

			Hours	Amount
6/1/2010	KB	Business Operations Work with BMC and Hamstreet team to gain access to claims filed by the financial accountants.	0.50	160.00
	KB	Business Operations Review and respond to emails.	0.50	160.00
	KB	Business Operations Work with accounts payable.	0.70	224.00
I	MS	Business Operations Prepare for and attend operations VP meeting.	0.90	315.00
l	MOC	Plan & Disclosure Statement Revise cover letter for rollover equity election form. Work on memo regarding HFG.	2.70	810.00
ا	MOC	Investor Relations Email regarding rollover equity election and investor tax issues.	0.70	210.00
:	SD	Travel Time Travel time for Shirley Dunn for travel from Portland to Salem.	0.70	NO CHARGE
I	MS	Business Operations Attend project meeting regarding document imaging.	0.80	280.00
I	MS	Business Operations Follow-up with Suzanne Towery regarding document imaging.	0.10	35.00
I	MS	Business Operations Participate in communities at risk conference call.	0.50	175.00
I	MS	Business Operations Attend meeting regarding Sandia Springs issue and problem explanation.	0.60	210.00
	KMM	Administrative Services Obtain Clyde Hamstreet signature on Waterford documents. Notarize, scan, email and send as directed.	0.20	15.00
	HS	Financing Attend closing meeting.	1.30	292.50
	HS	Asset Analysis & Recovery Continue to work on claims model with Gary Lawrence, scrub data and work on global MIMO analysis.	3.70	832.50
	HS	Cash Management Review daily AP disbursements. Touch base with Sunwest personnel regarding upcoming cash needs and summarize current cash position.	1.00	225.00

			Hours	Amount
6/1/2010	MS	Business Operations Conference call with Emeritus including Granger Cobb, Kellie Murray, Darryl Fisher and Steve Stradley.	1.10	385.00
	MS	Business Operations Attend meeting regarding owned vehicles with Suzanne Towery, Darryl Fisher and Shirley Dunn; follow-up with Suzanne Towery and email Clyde Hamstreet.	0.80	280.00
	MS	Business Operations Work on yellow pages contract research, rework spreadsheet, and draft memo to Granger Cobb; follow-up emails with Granger and Sallerson.	2.20	770.00
	MS	Business Operations Research May concessions.	0.20	70.00
	MS	Business Operations Review past month's census and occupancy performance.	0.50	175.00
	MS	Business Analysis Preliminary April business performance review from WIDE reports.	0.50	175.00
6/2/2010	HS	Financing Locate and email Tennessee Commerce Bank projections to Shirley Dunn.	0.30	67.50
	HS	Data Analysis Work with Clyde Hamstreet to prepare materials for meeting related to LLC settlements.	2.30	517.50
	CAH	Plan & Disclosure Statement Work on defining and scheduling issues needing resolution as part of the POR and confirmation including tax issues, feeder issues and its pros and cons, TrustCo's formations and operations, completion of DivestCo's wind down and impact of both on cash flow and cash recoveries. Work on strategic issues related to development of the POR and process of distribution of proceeds to claimants particularly the tax deferral complexities.	7.30	3,285.00
	MOC	Plan & Disclosure Statement Conference call with Tom Wettlaufer and Clyde Hamstreet regarding Crowne Pointe. Work with Darryl Steinhause on memo regarding HFG settlement proposals.	4.30	1,290.00
	CAH	Strategic Planning Prepare for and lead CRO team member call to inform members of current status of issues, assign tasks, discuss problems and solutions, get input from counsel and coordinate efforts.	1.20	540.00
	CAH	Strategic Planning Attend CRO/Receiver meeting on status of case from each positions perspective. Coordinate on schedules and ways to assist each other to move case forward.	1.60	720.00

		Hours	Amount
6/2/2010 CAH	Plan Process Work on LLC global settlement.	3.20	1,440.00
GEL	Strategic Planning Participate in daily team status call.	1.00	350.00
GEL	Plan Process Meet with Hannah Schmidt to test distribution calculations by investor type and election in investor distribution model/database.	1.00	350.00
GEL	Plan Process Work on investor distribution model/database to add additional data validation rules for elections by investor type specifically for new 50/50 cash/equity rollover election option and add functionality regarding rollover equity priorities to calculate distributions and equity units by investor by entity by investor type.	8.30	2,905.00
CAH	Plan Process Prepare materials for Judges.	1.10	495.00
КВ	Financing Work on analysis of underwritten rates and debt balances in regards to PSA.	2.00	640.00
SD	Financing Continue work on loan modifications/term sheets with lenders.	3.50	1,260.00
MOC	Strategic Planning Call with Clyde Hamstreet regarding various case matters. Participate in team call; update project management spreadsheet. Call with Gary Lawrence regarding model issue; update milestone matrix.	5.30	1,590.00
SD	Strategic Planning Participate in CRO call.	0.50	180.00
SD	Strategic Planning Meet with CRO and Receiver to address current status and issues. Review emails and respond.	1.80	648.00
HS	Plan Process Continue to work on claims model with Gary Lawrence and work on global MIMO analysis.	3.30	742.50
HS	Cash Management Email First Sound Bank regarding reimbursement of legal fees.	0.10	22.50
HS	Cash Management Review debt payment due dates and cash position.	1.90	427.50
HS	Cash Management Review Senenet balances to explain variance on entity wide cash reporting.	0.70	157.50

		Hours	Amount
6/2/2010 HS	Cash Management Update professional fees schedule for new fee applications filed.	0.70	157.50
HS	Cash Management Review Lone Star reconciliation for transfers to/from Receiver.	0.20	45.00
MOC	Investor Relations Call with Tim Conway regarding rollover equity election mailing.	0.20	60.00
MS	Travel Time Travel time for Mark Schmidt for travel from Portland to Salem.	1.00	NO CHARGE
MS	Business Operations Discuss Sandia Springs issue with Brett Salmon and Darryl Fisher.	0.50	175.00
MS	Business Operations Review Clark's May concession tracking; rework spreadsheet for reporting for PSA credit. Email Granger Cobb and Murray and discuss with Tom Wettlaufer.	1.90	665.00
MS	Business Operations Discuss closing settlement issues with Tom Wettlaufer.	0.40	140.00
MS	Business Operations Work on preliminary review of same community performance from newest WIDE report.	0.30	105.00
MS	Business Operations Conference call with Mike Deines, et al, regarding excess CapEx expenditures; follow-up review and spreadsheet calculations.	2.10	735.00
MS	Business Operations Review CRD report from Clark and forward to Murray.	0.20	70.00
MS	Business Operations Coordinate office building requests response from Granger Cobb and Murray.	0.30	105.00
MS	Business Operations Update communities at risk tracking with input from Paul Rundell and Brett Salmon.	0.40	140.00
MS	Business Operations Follow-up with Missy McAllister regarding Spring Village service level concession.	0.30	105.00
MS	Business Operations Call with Clyde Hamstreet; pull and forward receiver's to dismiss list.	0.20	70.00
MS	Business Operations Respond to Granger Cobb and Kellie Murray regarding disagreement with teleconference notes; draft memo to Clyde Hamstreet to confirm position.	1.00	350.00

		<u> Hours</u>	Amount
6/2/2010 MS	Case Administration Calls with Clyde Hamstreet regarding miscellaneous case updates and questions.	0.40	140.00
MS	Business Operations Rework John Evans spreadsheet, develop own bonus calculation on spreadsheet and discuss with Darryl Fisher.	1.20	420.00
MOC	Tax Issues Conference call with Clyde Hamstreet and Darryl Steinhause regarding scheduling and tax matters. Email and call regarding DivestCo TICs.	0.40	120.00
6/3/2010 JHR	Cash Management Review and prepare authorization for wire transfers.	0.20	60.00
MS	Business Operations Participate in conference call regarding Sandia Springs issue; follow-up with Darryl Fisher and Brett Salmon.	0.50	175.00
GEL	Strategic Planning Participate in daily team status call.	1.50	525.00
GEL	Plan Process Work on investor distribution model/database to add rollover equity priority calculations to calculate cash distributions and equity units by investor by entity by investor type given potential over subscription.	8.80	3,080.00
MOC	Plan & Disclosure Statement Call with Darryl Steinhause; revise HFG memo.	0.20	60.00
MS	Business Operations Attend update meeting with Darryl Fisher and Brett Salmon regarding Sandia Springs issue.	0.60	210.00
MS	Business Operations Emails with Granger Cobb regarding handling CapEx already spent; discuss with Kellie Murray and call with Clyde Hamstreet to confirm decision.	0.80	280.00
MS	Business Operations Review new concession policy email prior to sending to field.	0.10	35.00
MS	Business Operations Emails with Robinson regarding Chandler Place concession.	0.30	105.00
MS	Business Operations Review email from Tim Conway regarding severance agreement change for IP assets; refer to Steve Stradley for follow-up.	0.20	70.00

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		Hours	Amount
	mortgage on Maplewood. Prepare term sheet. Call with Al Kennedy and Clyde Hamstreet regarding Detroit Fire & Police loan modification. Work on term sheets for DNB and other lenders.		
6/3/2010 SD	Strategic Planning Participate in CRO call. Follow-up.	1.50	540.00
САН	Plan Process Work on various aspects of the plan execution including debt restructuring issues, lender deficiency matters and Blackstone issues.	3.20	1,440.00
САН	Strategic Planning Prepare for and lead CRO team member calls to inform members of current status of issues, assign tasks, discuss problems and solutions, get input from counsel and coordinate efforts.	1.40	630.00
CAH	Business Operations Review and respond to emails and calls.	0.90	405.00
КВ	Travel Time Travel time for Kathrine Barton for travel from Coquille to Salem.	3.00 N	IO CHARGE
КВ	Business Operations Work with Kevin Sullivan on analysis of tax escrow change regarding CSFB20.	0.40	128.00
КВ	Financing Work on analysis of underwritten rates and debt balances in regards to PSA.	2.60	832.00
SD	Business Operations Address receivers to be dismissed; coordinate timing with operations and Emeritus. Review emails and respond.	3.10	1,116.00
MS	Business Operations Participate in Espinosa-Trujillo teleconference and follow-up with Darryl Fisher and Brett Salmon.	1.30	455.00
MS	Travel Time Travel time for Mark Schmidt.	1.00 N	IO CHARGE
6/4/2010 GEL	Plan Process Work on investor distribution model/database to add additional error prevention and data validation criteria, to add calculation filtering at the owner/entity level, and to test priority election results regarding equity distributions.	6.50	2,275.00
MS	Travel Time Travel time for Mark Schmidt.	1.00 N	IO CHARGE

		Hours	Amount
6/4/2010 MS	Business Operations Meet with Mike Deines regarding documentation and presentation to Blount of Blackstone.	0.40	140.00
MS	Business Operations Discuss budgeting and training time issue with Kellie Murray; calls with Granger Cobb.	0.60	210.00
MS	Case Administration Meet with Clyde Hamstreet regarding various case issues.	0.30	105.00
MC	C Investor Relations Respond to investor email and phone calls.	1.10	330.00
MC	C Communications Oversee website posting of latest plan documents.	0.30	90.00
MC	C Strategic Planning Participate in team call.	0.80	240.00
SD	Claims Admin & Objections Work on information request regarding Lone Star distributions.	1.30	468.00
MS	Business Operations Attend communities at risk post closing operations meeting.	1.10	385.00
MS	Business Operations Update and distribute communities at risk of post closing operation notes; get subsequent updates from Tom Wettlaufer, Brett Salmon and Paul Rundell.	1.70	595.00
MS	Business Operations Discuss ESC plans to not hire three employees with Shirley Dunn; follow-up with Steve Stradley and Dunn.	0.40	140.00
MS	Business Operations Discuss budgeting time requirements with Missy McAllister and with Darryl Fisher.	0.40	140.00
MS	Business Operations Email with Judd regarding John Evans; review with Missy McAllister.	0.30	105.00
MS	Business Analysis Continue operating review regarding April MD&A.	0.60	210.00
CA	H Business Operations Work on operational issues, risk of continued management of properties, debt restructuring issues, deficiency issues. Work with Blackstone on closing issues and transition budget matters.	7.30	3,285.00
КВ	Financing Work on analysis of underwritten rates and other tests pursuant to PSA.	3.00	960.00

		Hours	Amount
6/4/2010 KB	Tax Issues Discuss CSFB20 tax escrow work with Kevin Sullivan.	0.20	64.00
KB	Business Operations Follow-up on various accounts payable issues.	0.50	160.00
КВ	Business Operations Review payment requests for accounts payable and payroll tax.	0.40	128.00
SD	Travel Time Travel time for Shirley Dunn for travel from Portland to Salem.	1.00 N	O CHARGE
КВ	Business Operations Discuss sale of vehicles with Suzanne Towery.	0.30	96.00
КВ	Travel Time Travel time for Kathrine Barton for travel from Salem to Coquille.	3.00 N	O CHARGE
SD	Financing Calls with Cathay Bank regarding loan modification. Calls with Greg Yates regarding Cathay Bank loan modification. Continue work on other loan modifications.	2.60	936.00
SD	Business Operations Participate in meeting regarding communities at risk of operating beyond August 1. Work with Mark Schmidt regarding same. Telephone call with Granger Cobb of Emeritus regarding use of Emeritus to operate Facilities beyond August 1. Prepare for meeting with Anne Marie Aydelott. Review emails and respond.	3.60	1,296.00
SD	Strategic Planning Participate in call with CRO team and follow-up.	1.00	360.00
6/5/2010 MOC	Communications Review and update work on website.	0.20	60.00
MOC	Business Operations General email and case organization.	0.50	150.00
SD	Business Operations Review and respond to emails.	0.50	180.00
ВН	Communications Update the Sunwest investor subsite on the Hamstreet & Associates website to include the revised documents.	4.30	580.50
6/6/2010 MS	Business Analysis Complete April MD&A report and distribute.	2.70	945.00
6/7/2010 HS	Cash Management Review proposed June debt payments. Compare to statements and interest calculations.	2.00	450.00

	-	Hours	Amount
6/7/2010 KB	Travel Time Travel time for Kathrine Barton for travel from Coquille to Salem.	3.00 N	IO CHARGE
КВ	Financing Develop model of real property debt regarding PSA requirements on balances and rates. Email Tonkon Torp regarding same.	5.70	1,824.00
КВ	Business Operations Review schedule and email Shirley Dunn regarding CSFB20 proposed change in monthly tax escrow deposit.	0.40	128.00
HS	Tax Issues Send letter to City of Phoenix to waive Chris Ridge penalties.	0.70	157.50
HS	Accounting /Auditing Attend meeting to discuss accounting issues related to closing down affiliate entities.	2.40	540.00
HS	Cash Management Follow-up regarding emails from Thursday and Friday.	0.90	202.50
GEL	Plan Process Test distribution model calculations for various permutations for distribution calculations and priority calculations.	2.80	980.00
HS	Data Analysis Update presentation of global MIMO analysis.	1.60	360.00
HS	Tax Issues Follow-up on personal property tax question regarding Arbrook.	0.10	22.50
САН	Strategic Planning Attend CRO/Receiver meeting regarding status of case from each positions perspective. Coordinate on schedules and ways to assist each other to move case forward.	1.30	585.00
CAH	Tax Issues Work on tax issues with Moss Adams and Shirley Dunn.	1.00	450.00
САН	Strategic Planning Prepare for and lead CRO team member calls to inform members of current status of issues, assign tasks, discuss problems and solutions, get input from counsel and coordinate efforts. Follow-up call with part of CRO team regarding needed changes to PSA with Blackstone such as closing date.	2.10	945.00
CAH	Financing Work on debt restructuring matters with Greg Yates and Shirley Dunn, Al Kennedy and Tim Conway.	1.80	810.00
САН	Plan Process Work on defining and scheduling issues needing resolution as part of the POR and confirmation including tax issues, feeder issues and its pros and	2.80	1,260.00

		Hours	Amount
	cons, TrustCo's formations and operations, completion of DivestCo's wind down and impact of both on cash flow and cash recoveries. Work on strategic issues related to development of the POR and process of distribution of proceeds to claimants particularly the tax deferral complexities.		
6/7/2010 CAH	Business Operations Review and respond to emails and calls. Work on transition issues and mediation scheduling.	1.80	810.00
SD	Travel Time Travel time for Shirley Dunn for travel from Portland to Salem.	1.00	NO CHARGE
GEL	Strategic Planning Participate in daily status call.	0.80	280.00
SD	Tax Issues Participate in meeting with Jim Gaffney, Joe Karas and Clyde Hamstreet regarding tax issues.	1.00	360.00
MS	Travel Time Travel time for Mark Schmidt.	1.60	NO CHARGE
MS	Business Operations Meet with Anne-Marie Aydelott regarding purchase price data; review portions of PSA and meet with Tom Wettlaufer and Shirley Dunn. Emails with Aydelott regarding same and review NDAs. Call with Clyde Hamstreet.	1.80	630.00
MS	Business Operations Discuss current sales activities with John Evans.	0.20	70.00
MS	Business Operations Discuss agenda for next day's meeting with Suzanne Towery.	0.10	35.00
SD	Business Operations Discussions with Mark Schmidt. Address issues regarding vendor confidentiality agreements and willingness of Anne Marie Aydelott to provide pricing information to Emeritus. Review emails and respond.	2.30	828.00
MOC	Investor Relations Call with Jeanne Chamberlain regarding adversaries and TIC settlements. Review Blackstone LLC agreement for material to compose response to questions regarding rollover equity election. Review and respond to investor email and phone calls. Call with Merrilee MacLean regarding preferred vs common interests and DivestCo TICs. Call with Ken Stephens regarding preferred vs common interests.	2.90	870.00
MOC	Business Operations Review email and attachments and numerous case filings. Work on case organization. Call with Clyde Hamstreet regarding kickouts and miscellaneous issues.	1.90	570.00

		Hours	Amount
6/7/2010 MOC	Financing Set up Blackstone call and pre-call; participate in preparation call with CRO team for Blackstone discussion regarding numerous PSA and closing issues.	1.30	390.00
MOC	Strategic Planning Participate in team call.	0.80	240.00
MS	Business Operations Update communities at risk of post closing operations spreadsheet.	0.40	140.00
SD	Financing Work with Frank Chan regarding Cathay Bank loan modification. Call with Francis Smith of Smith Barney regarding futures contract. Call with Greg Yates regarding loan modifications and principal balance determination. Continue work on loan modifications.	1.40	504.00
SD	Strategic Planning Meet with CRO and Receiver to address current issues in the case. Telephone call with CRO team. Separate telephone call with team members to prepare for Blackstone call.	3.80	1,368.00
JHR	Cash Management Review and prepare authorization for wire transfers.	0.30	90.00
MS	Business Operations Attend Ops VP meeting on budget planning.	0.90	315.00
MS	Business Operations Emails with Clark and Steve Arndt regarding Emeritus corporate vs. community data sharing questions; emails and discussion with Tom Wettlaufer regarding same.	0.60	210.00
MS	Business Operations Meet with Steve Stradley regarding Michael Boston job offer; follow-up meeting with Shirley Dunn to confirm response.	0.40	140.00
SD	Accounting /Auditing Meet with Jim Gaffney and Sunwest accounting staff regarding sale and wind down issues.	1.50	540.00
MS	Business Operations Draft compromise proposal for Granger Cobb regarding budget planning time commitment.	0.70	245.00
MS	Business Operations Meet with Michael Boston.	0.50	175.00
KMM	Administrative Services Print, organize and obtain Clyde Hamstreet signature on Canyon Crest and Carriage Inn documents. Notarize, scan, email and send as directed.	0.20	15.00

			Hours	Amount
6/7/2010	KMM	Administrative Services Obtain Clyde Hamstreet signature on Lassen House documents. Notarize, scan, email and send as directed by Ted Herzog.	0.30	22.50
	MS	Strategic Planning Conference call with Tonkon Torp and Hamstreet regarding PSA differences.	1.30	455.00
	MS	Business Operations Investigate employees' incentive bonus and discuss data with Clark and Copeland; discuss with Michael Boston and audit spreadsheet calculations.	1.70	595.00
	MS	Business Operations Discuss communities at risk of post closing operation with Smith and his future role with this.	0.20	70.00
6/8/2010	KB	Business Operations Consult with Anne-Marie Aydelott regarding payment of contracts.	0.50	160.00
	KB	Business Operations Review and respond to emails.	0.50	160.00
	MS	Travel Time Travel time for Mark Schmidt.	1.00	NO CHARGE
	MS	Business Operations Participate in Blackstone conference call.	1.50	525.00
	MS	Business Operations Attend Sunwest regional managers meeting.	3.40	1,190.00
	CAH	Strategic Planning Prepare for and lead CRO team member calls to inform members of current status of issues, assign tasks, discuss problems and solutions, get input from counsel and coordinate efforts.	1.30	585.00
	HS	Data Analysis Correct LLC allocation error.	0.20	45.00
	HS	Asset Analysis & Recovery Look up LRS MIMO for legal.	0.10	22.50
	HS	Cash Management Review debt payments made to date in June and payments due in the next two days.	0.80	180.00
	HS	Tax Issues Call regarding Arbrook taxes, City of Phoenix taxes and debt discussion with Jill. Email Shirley Dunn regarding debt payments. Approve wires.	1.60	360.00

		Hours	Amount
6/8/2010 CAH	Strategic Planning Prepare for and participate in call with CRO's team and Blackstone team regarding general need for adjustments to PSA, timing and other deal issues.	1.70	765.00
CAH	Financing Work on debt restructuring matters with Al Kennedy, Greg Yates, Tim Conway and Shirley Dunn. Deal with impact of mediations order on other settlements.	2.30	1,035.00
HS	Cash Management Review daily AP disbursements.	0.60	135.00
HS	Cash Management Review filings for new fee applications and update professional fee schedule.	0.40	90.00
HS	Cash Management Review budgeted AP transactions for June.	0.50	112.50
GEL	Plan Process Test distribution model calculations for various permutations for distribution calculations and priority calculations. Correct erroneous calculations for permutations involving allocations of equity given over subscription of both classes of equity.	4.10	1,435.00
HS	Data Analysis Discuss global MIMO with Clyde Hamstreet and email revisions.	0.50	112.50
САН	Plan Process Work on LLC settlement proposal and modification of member settlement schedule.	2.50	1,125.00
САН	Plan Process Work on transition issues with operators and on tax issues regarding HFG. Review correspondence regarding preferred and common roll over information for investors.	1.40	630.00
САН	Plan Process Review and respond to emails and phone calls. Work on scheduling of mediation issues and general method of settlement of claims.	2.10	945.00
GEL	Strategic Planning Participate in daily status call.	1.00	350.00
MOC	Investor Relations Review and revise memo regarding preferred vs common interests. Draft cover letter; email regarding same. Respond to investor email.	2.50	750.00
MOC	Strategic Planning Participate in Blackstone call.	1.50	450.00

		Hours	Amount
6/8/2010 MOC	Strategic Planning Participate in team call.	1.00	300.00
MS	Business Operations Attend communities at risk meeting and update data and email distribution.	1.70	595.00
SD	Strategic Planning Telephone call with Blackstone. Follow-up calls; further discussion with Al Kennedy, Clyde Hamstreet, Tim Conway and Greg Yates regarding strategy for the case. Participate in CRO team call.	2.30	828.00
SD	Tax Issues Meet with Joe Karas and Jim Gaffney regarding Sunwest tax issues.	2.00	720.00
SD	Business Operations Participate in meeting to address operation of communities at risk of operating beyond August 1. Address issues relating to buy in liabilities. Review emails and respond.	3.10	1,116.00
SD	Financing Continue work on loan modifications including Briarwood, Century Fields, Cambridge Place and other loans. Address issues relating to Sunwest HQ building possession post confirmation and lender negotiations. Outline proposal regarding LNR Partners.	2.60	936.00
SD	Case Administration Review Hamstreet interim fee application.	1.10	396.00
6/9/2010 KB	Business Operations Review HoldCo loan modification interest analysis prepared by A&M.	2.00	640.00
KB	Business Operations Review and respond to emails.	0.50	160.00
SD	Strategic Planning Participate in CRO team call. Follow-up with David Zaro regarding tax issue of withholding payments from distributions. Work on Receivers to be dismissed.	1.80	648.00
SD	Travel Time Travel time for Shirley Dunn for travel from Portland to Salem.	1.00 N	IO CHARGE
SD	Business Operations Review emails and respond. Review motions.	1.30	468.00
SD	Financing Calls with Frank Chan of Cathay Bank regarding loan modification for Crown Pointe. Continue work on other loan modifications including Zions Bank, Community Bank, address DNB default interest issue, First Tier Bank.	3.10	1,116.00

	<u>-</u>	Hours	Amount
6/9/2010 CAH	Plan Process Work on defining and scheduling issues needing resolution as part of the POR and confirmation including tax issues, feeder issues and its pros and cons, TrustCo's formations and operations, completion of DivestCo's wind down and impact of both on cash flow and cash recoveries. Work on strategic issues related to development of the POR and process of distribution of proceeds to claimants particularly the tax deferral complexities.	5.90	2,655.00
CAH	Financing Work on debt restructuring negotiations and deals.	2.10	945.00
MS	Business Operations Attend Emeritus managers introduction meeting.	8.40	2,940.00
MS	Business Operations Attend Blackstone CapEx expense meeting.	0.60	210.00
MS	Business Operations Respond to email from Bernard and discuss response with Shirley Dunn; follow-up meeting with Bernard.	0.70	245.00
MS	Business Operations Clarify rent concession agreement with several emails to Carrie Rasca.	0.30	105.00
MS	Business Operations Discuss hourly versus salaried employee difference with employee.	0.10	35.00
MS	Business Operations Review CapEx expenses exposed to non-reimbursement and draft memo to meeting participants.	1.50	525.00
MS	Business Operations Email Kellie Murray and Bernard; follow-up meeting with Murray.	0.30	105.00
MS	Travel Time Travel time for Mark Schmidt for travel from Portland to Salem.	1.00 N	IO CHARGE
SD	Tax Issues Work on issues relating to estimated California tax assessments.	0.50	180.00
CAH	Plan Process Work on closing matters and on development of claims elections model.	1.30	585.00
HS	Data Analysis Discuss reallocation with Clyde Hamstreet and Matt Marcos. Update based on new methodology. Review LLC claims analysis for errors. Review distribution model and manually recalculate.	6.70	1,507.50
HS	Cash Management Review order approving payment and transfer funds to pay HDG.	0.40	90.00

		Hours	Amount
6/9/2010 CAH	Case Administration Work on communications issues with employees, investors, various legal counsel or Court. Work on general documentation, review and sign debt restructuring and property transaction documents, the bidding process documents, review promotional materials, and assist in confirming the quality and value of the Company.	2.70	1,215.00
CAH	Strategic Planning Prepare for and lead CRO team member calls to inform members of current status of issues, assign tasks, discuss problems and solutions, get input from counsel and coordinate efforts	0.90	405.00
HS	Cash Management Discuss debt payments due with Jill.	0.10	22.50
MOC	Investor Relations Revise preferred vs common document and call with Ken Stephens regarding same. Revise cover letter to investors regarding Rollover Equity Election. Review and respond to investor emails and calls.	4.40	1,320.00
MOC	Plan & Disclosure Statement Review LLC settlement agreement. Review election model with Gary Lawrence, Clyde Hamstreet, and Hannah Schmidt.	2.80	840.00
GEL	Strategic Planning Participate in daily status call.	0.80	280.00
MOC	Business Operations Review and respond to email.	0.40	120.00
GEL	Plan Process Test distribution model calculations for various permutations for distribution calculations and priority calculations. Correct erroneous calculations for permutations involving allocations of equity given over subscription of both classes of equity.	5.60	1,960.00
GEL	Plan Process Meet with Clyde Hamstreet, Hannah Schmidt and Maren Cohn to discuss Investor Distribution Model. Review and discuss distribution calculations and discuss prioritization of rollover equity elections and possibilities of over subscription. Discuss needs for data entry and error prevention once election ballots are received. Discuss sensitivity analysis regarding claims exposure.	1.30	455.00
MOC	Communications Conference call with Margaret Leipzig regarding resident claim; email Shirley Dunn and Merrilee MacLean regarding same.	0.70	210.00
MOC	Strategic Planning Participate in team call.	0.80	240.00

		Hours	Amount
6/9/2010 KMM	Administrative Services Print, organize and obtain Clyde Hamstreet signature Battele and Mission novation agreements. Notarize, scan, email and send as directed.	0.20	15.00
SD	Asset Disposition Meet with Carrie Rasca to address closing issues. Meet with Carrie Rasca and Jeremiah Toews regarding Maplewood buy in liability. Meet with Mark Schmidt and Carrie Rasca regarding CapEx and Blackstone reimbursement.	2.30	828.00
6/10/2010 SD	Travel Time Travel time for Shirley Dunn for travel from Portland to Salem.	1.00 N	IO CHARGE
SD	Financing Continue work on debt restructuring including Greenbank (Waterford at Bellevue), Zions Bank (Emerald Pointe), Community Bank (Parkway Village), Bay Bank (Necanicum), Stillwater National Bank and DNB. Meeting with Carrie Rasca and Kathrine Barton to review loan modification tests under PSA. Meet with Senior Accountants regarding debt balances and restructuring.	6.10	2,196.00
SD	Strategic Planning Participate in CRO team call.	0.50	180.00
SD	Business Operations Review and respond to emails. Telephone call with Bob Coffin on behalf of the Day's regarding Hillside buy in refund.	1.40	504.00
КВ	Financing Prepare for and meet with Shirley Dunn and Carrie Rasca regarding debt, interest rates and various tests regarding same. Add on meeting with financial accounting team regarding issues of debt at closing.	4.00	1,280.00
MS	Business Operations Emails with Granger Cobb regarding third party management at Colonial Gardens.	0.70	245.00
MS	Business Operations Discuss no new IT CapEx for communities with Steve Arndt.	0.10	35.00
MS	Business Operations Email Bliss regarding voicemail changes.	0.10	35.00
MS	Business Operations Review and comment on IP asset protection wording added to severance agreement and respond to Hartzell and Steve Stradley.	0.40	140.00
MS	Business Operations Attend communities at risk of post closing operation meeting; follow-up coaching with Smith regarding meeting management.	1.30	455.00

		Hours	Amount
6/10/2010 MS	Business Operations Conference call with Shirley Dunn and Brett Salmon regarding Cambridge Court licensing issues.	0.40	140.00
КВ	Travel Time Travel time for Kathrine Barton for travel from Salem to Coquille.	3.00 N	IO CHARGE
SD	Claims Admin & Objections Continue work on the Lone Star proceeds and analysis.	1.40	504.00
HS	Data Analysis Research Paragon Gardens preferred member MIMO question regarding Leslie Jordan. Segregate information regarding contestable LLC ownerships.	1.20	270.00
MS	Travel Time Travel time for Mark Schmidt for travel from Portland to Salem.	1.00 N	IO CHARGE
MS	Business Operations Attend Emeritus managers meeting wrap-up.	2.80	980.00
MS	Business Operations Draft memo regarding stopping capital expense improvements.	0.90	315.00
MS	Business Operations Meet with John Evans regarding references and sales program during interim status.	0.40	140.00
ВН	Communications Update the Sunwest investor subsite on the Hamstreet & Associates website to include the revised documents.	0.50	67.50
MS	Business Operations Discuss caretaker status of senior management over next few weeks.	0.10	35.00
MS	Business Operations Discuss Emeritus offer and severance agreement statements with Brett Salmon.	0.20	70.00
MS	Business Operations Discuss communities at risk of operation with Smith.	0.30	105.00
САН	Plan Process Work on defining and scheduling issues needing resolution as part of the POR and confirmation including tax issues, feeder issues and its pros and cons, TrustCo's formations and operations, completion of DivestCo's wind down and impact of both on cash flow and cash recoveries. Work on strategic issues related to development of the POR and process of distribution of proceeds to claimants particularly the tax deferral complexities.	3.70	1,665.00

		Hours	Amount
6/10/2010 CAH	Plan Process Work on LLC settlement schedules and settlement offer.	2.80	1,260.00
CAH	Financing Work on debt restructuring progress with staff.	1.10	495.00
CAH	Asset Disposition Work on DivestCo facility dispositions with team.	1.30	585.00
САН	Strategic Planning Call with David Roth regarding orphan properties, lender issues and CapEx reimbursements.	0.40	180.00
CAH	Strategic Planning Prepare for and lead CRO team member calls to inform members of current status of issues, assign tasks, discuss problems and solutions, get input from counsel and coordinate efforts.	0.90	405.00
MS	Business Operations Calls with Clyde Hamstreet regarding CapEx including yesterday's meeting and Granger Cobb's reaction to the meeting.	0.30	105.00
HS	Data Analysis Work to finalize LLC Settlement offer schedule.	4.80	1,080.00
HS	Cash Management Approve wire transfers and payroll taxes.	0.20	45.00
GEL	Strategic Planning Participate in daily status call.	0.50	175.00
GEL	Plan Process Email to/from Hannah Schmidt and Geoff Winkler to set up meeting to discuss Investor Distribution Model.	0.10	35.00
HS	Cash Management Discuss property tax verification with Kathy Million.	0.10	22.50
GEL	Plan Process Call with Hannah Schmidt to discuss needed changes to automated ballot model.	0.20	70.00
HS	Data Analysis Update data in distribution model	1.80	405.00
HS	Cash Management Research Willow Creek payments.	0.40	90.00
GEL	Plan Process Edit ballot automation model pursuant to call with Hannah Schmidt. Changes included deleting signature rows and election columns as well as updating print settings and adding nominal value entity trigger.	1.80	630.00

		-	Hours	Amount
6/10/2010	MOC	Investor Relations Email and call regarding TIC settlements and proposed rollover member subscription agreement; review rollover member subscription agreement.	4.70	1,410.00
	MOC	Plan & Disclosure Statement Work on LLC settlement agreement matters; call with Al Kennedy regarding schedule and finalize schedule with Hannah Schmidt and Clyde Hamstreet. Edit LLC settlement allocation document.	1.30	390.00
	MOC	Strategic Planning Participate in team call.	0.50	150.00
	MOC	Communications Organize and oversee website updates of plan-related documents.	1.40	420.00
6/11/2010	MOC	Investor Relations Respond to investor email and phone calls regarding claims and rollover election issues. Provide comments on rollover subscription agreement to Ken Stephens.	2.90	870.00
	MOC	Plan & Disclosure Statement Review and comment on election model. Call with Gary Lawrence regarding same. Review motion for approval of LLC Settlement; draft cover letter for LLC settlements.	4.20	1,260.00
	MS	Business Operations Follow-up with checking on Cambridge Court elevator issue.	0.20	70.00
	MS	Business Operations Escalate and approve Emerald Pointe dining furniture request.	0.20	70.00
	MS	Business Operations Respond to Shirley Dunn's request regarding office building space and post closing requirements. Work with Mike Deines to develop answers.	1.00	350.00
	MS	Business Operations Work related to filling in during Darryl Fisher's absence.	2.80	980.00
	GEL	Plan Process Call with Hannah Schmidt and Geoff Winkler to discuss Investor Distribution Model and filed claims data sent by Geoff Winkler.	0.30	105.00
	GEL	Plan Process Review and edit filed claims data sent by Geoff Winkler for use in investor distribution model.	0.60	210.00
	SD	Travel Time Travel time for Shirley Dunn for travel from Portland to Salem.	1.00 N	O CHARGE
	GEL	Plan Process Call with Maren Cohn to discuss Investor Distribution Model calculations and edits.	0.60	210.00

	·	Hours	Amount
6/11/2010 SD	Financing Continue work on debt restructuring including Bay Bank, Greenbank, Cathay Bank. Work on information for LNR proposal and negotiations. Telephone call with Archie Overby. Meet with Carrie Rasca and Senior Accountants regarding term sheets and information needs.	2.90	1,044.00
MOC	Business Operations Review and respond to email and review legal documents.	0.30	90.00
SD	Tax Issues Review revised tax assessments for California and approve payment.	0.40	144.00
SD	Strategic Planning Participate in CRO team call. Follow-up.	1.00	360.00
SD	Business Operations Review emails and respond.	1.20	432.00
GEL	Strategic Planning Participate in daily status call.	0.50	175.00
MOC	Strategic Planning Participate in team call.	0.50	150.00
ВН	Communications Update the Sunwest investor subsite on the Hamstreet & Associates website to include the revised documents.	4.00	540.00
САН	Communications Work on communications issues with employees, investors, various legal counsel or Court.	1.30	585.00
CAH	Strategic Planning Prepare for and lead CRO team member calls to inform members of current status of issues, assign tasks, discuss problems and solutions, get input from counsel and coordinate efforts.	0.60	270.00
САН	Plan Process Work on general documentation and review and sign debt restructuring and property transaction documents.	1.80	810.00
САН	Strategic Planning Work with Blackstone on various details of the completion of the PSA and transition issues.	1.20	540.00
САН	Plan Process Participate in call with AON regarding obtaining D&O insurance for feeder entity. Work on LLC settlement schedule changes and TrustCo issues including nature of entity and tax effects of same.	2.70	1,215.00

			Hours	Amount
6/11/2010	CAH	Business Operations Review and respond to emails and phone calls. Talk with investors regarding concerns. Work on Oakridge deal.	1.20	540.00
	KMM	Administrative Services Print, organize and obtain Clyde Hamstreet signature on Willowcreek, Autumn Glen, Rose Valley Cottages and Graysonview documents. Notarize, scan, email and send as directed.	0.70	52.50
	HS	Cash Management Review daily AP disbursements.	0.90	202.50
	HS	Cash Management Prepare for and attend review of June debt payments with Shirley Dunn and closing team.	1.00	225.00
	HS	Data Analysis Update LLC settlement schedule and exchange various emails regarding schedule and exhibits to agreement.	0.90	202.50
	HS	Cash Management Review Willow Creek payment history.	0.50	112.50
	HS	Data Analysis Call with Gary Lawrence and Geoff Winkler regarding distribution model.	0.40	90.00
	HS	Cash Management Emails related to approval of professional fees. Review Pacer for filings.	0.30	67.50
	HS	Cash Management Review Sunwest check run. Follow-up on auto leases. Discuss upcoming cash needs with Corporate Accounting.	0.60	135.00
	HS	Data Analysis Review Paragon Gardens MIMO calculation for errors and related emails.	0.70	157.50
	HS	Cash Management Review updated authorized signer information and account closing requests and obtain CFO signatures.	0.30	67.50
	HS	Cash Management Discuss CA tax payments with Doreen Davis and review ability of various facilities to pay.	0.30	67.50
	MS	Travel Time Travel time for Mark Schmidt for travel from Portland to Salem.	1.00 N	IO CHARGE
	MS	Business Operations Call with Kellie Murray regarding CapEx and maintenance; assign related project to Treganowan and follow-up work with Mike Deines.	1.70	595.00

		Hours	Amount
6/12/2010 CAF	Mediation Travel to Eugene and mediate with Bank of Whitman and Mr. Henry regarding Bechtel Warehouse.	5.90	2,655.00
6/14/2010 MO	Business Operations Review and respond to email.	0.30	90.00
MO	Investor Relations Investor email and phone calls.	1.40	420.00
MS	Business Operations Participate in Emeritus conference call with Granger Cobb, et al.	0.60	210.00
MS	Travel Time Travel time for Mark Schmidt for travel from Welches to Salem.	1.90	NO CHARGE
MS	Business Operations Discuss agenda for directors meeting with Suzanne Towery.	0.20	70.00
MS	Business Operations Emails with Mendelsohn regarding changing management at Colonial Gardens.	0.70	245.00
MO	Plan & Disclosure Statement Complete draft of LLC settlement cover letter and distribute for review.	2.20	660.00
MO	Strategic Planning Participate in team call. Call with Clyde Hamstreet. Locate and gather documents and email in response to request for documents.	3.60	1,080.00
MS	Business Operations Discuss Hillside's CCRC license renewal with Brett Salmon and Toews; emails regarding same.	0.50	175.00
MS	Business Operations Meet with Brett Salmon regarding CHOW obligations. Meet with Mike Deines regarding Georgia grease trap requirements. Review CHOW sections in PSA to confirm handling, consult with Tom Wettlaufer, email Brett Salmon and follow-up visit to resolve.	0.70	245.00
CAH	Financing Work on debt restructuring matters and sign loan extensions.	1.30	585.00
MS	Business Operations Meet with Shirley Dunn and Darryl Fisher to facilitate future communication team communication channels in my absence; discuss current operating issues to be handed-off.	0.60	210.00
MS	Business Operations Emails with Michael Grassmueck regarding records retention guidelines.	0.20	70.00

		-	Hours	Amount
6/14/2010 I	MS	Business Operations Update wind down FTE plan based on people changes since May 20th. Meet with Shirley Dunn regarding additional rewards for Key Bank senior accountants and discuss matter with Michael Boston.	0.70	245.00
I	MS	Business Operations Meet with employee and email Shirley Dunn regarding their severance.	0.40	140.00
(CAH	Business Operations Work with Shirley Dunn and Hannah Schmidt on budget issues and claims issues and Shirley on personnel matters.	1.30	585.00
(CAH	Business Operations Review and respond to emails and phone calls.	2.10	945.00
1	MS	Business Operations Discuss records scanning project with Suzanne Towery; email Towery with project recommendations.	0.30	105.00
ı	MS	Business Operations Discuss CapEx and maintenance direction with Mike Deines and Treganowan.	0.40	140.00
I	MS	Business Operations Email Michael Boston to follow-up on the Wisconsin compliance reporting issue.	0.20	70.00
I	MS	Business Operations Discuss Emeritus reporting on contract cancellation/modification for Crowne Pointe, Chris Ridge and Plaza on the River.	0.20	70.00
;	SD	Strategic Planning Meet with CRO and Receiver to address current status of the case and issues. Participate in CRO team call. Address issues regarding The Wyndmoor as Blackstone intends to purchase and sell simultaneously.	2.40	864.00
(GEL	Plan Process Edit investor distribution model calculations for changes to Priority four rollover treatment so that Priority four claimants roll into cash instead of alternate equity in cases of over subscription. Add rounding functionality to model. Begin evaluating ways to import claim number data into investor database.	2.70	945.00
(GEL	Strategic Planning Participate in daily status call.	1.00	350.00
;	SD	Travel Time Travel time for Shirley Dunn for travel from Portland to Salem.	1.00 N	O CHARGE

		Hours	Amount
6/14/2010 SD	Accounting /Auditing Meet with Jim Gaffney and Ryan Kuenza of Moss Adams with Carrie Rasca, Barb Jones, Jessica Lindsay, Kyle Hibler and Jeremiah Toews regarding transaction accounting and tax return preparations.	1.80	648.00
SD	Financing Continue work on loan restructuring including United Western Bank, Greenbank, etc. Call with Greg Yates regarding Cathay Bank. Work with Senior Accountants on principal and interest rate calculations for LMA's.	4.40	1,584.00
SD	Business Operations Meeting with Darryl Fisher and Mark Schmidt regarding Mark's wind down on the case. Address staffing issues relating to Blackstone transaction. Review emails and respond.	2.90	1,044.00
SD	Claims Admin & Objections Work on Lone Star information needs for Dillon Jackson.	0.70	252.00
SD	Asset Disposition Coordinate work relating to contract assumptions.	0.40	144.00
MS	Business Operations Organize files for exit hand-off and transition.	0.50	175.00
КВ	Travel Time Travel time for Kathrine Barton for travel from Coquille to Salem.	3.00 N	IO CHARGE
КВ	Plan Process Compare list of executory contracts that Blackstone accepts to listing of assumed executory contracts and leases in order to amend bankruptcy schedule accordingly.	4.90	1,568.00
КВ	Claims Admin & Objections Work on MIMO claim schedule.	0.50	160.00
КВ	Financing Update real property loan test schedule and conform with latest LMA status.	0.40	128.00
КВ	Business Operations Review and respond to emails.	0.50	160.00
КММ	Administrative Services Print, organize and obtain Clyde Hamstreet signature on Appleridge documents email and send as directed by Shirley Dunn.	0.20	15.00
HS	Cash Management Review daily AP disbursements.	0.30	67.50
HS	Accounting /Auditing Attend meeting regarding closing and accounting issues.	1.90	427.50

		-	Hours	Amount
6/14/2010	HS	Cash Management Review orders approving professional fees, agree to approved rates and review cash position. Review with Shirley Dunn and draft transfers.	6.90	1,552.50
	HS	Data Analysis Add global MIMO to LLC Settlement Schedule.	0.90	202.50
	CAH	Strategic Planning Prepare for and lead CRO team member calls to inform members of current status of issues, assign tasks, discuss problems and solutions, get input from counsel and coordinate efforts.	1.40	630.00
	CAH	Strategic Planning Attend CRO/Receiver meeting on status of case from each positions perspective. Coordinate on schedules and ways to assist each other to move case forward.	1.30	585.00
	CAH	Plan Process Work on settlement process including LLC issues and Lone Star issues, including directing data analysis and reviewing impact of various strategies.	3.20	1,440.00
6/15/2010	HS	Asset Disposition Attend closing team meeting.	1.70	382.50
	HS	Cash Management Review funding for professional fees and continue to work through orders to pay professional fees.	1.90	427.50
	HS	Data Analysis Update LLC MIMO schedule.	3.70	832.50
	HS	Cash Management Review AP and today's emails related to cash management.	0.80	180.00
	HS	Data Analysis Call with Gary Lawrence regarding distribution model.	0.30	67.50
	MOC	Investor Relations Respond to investor email; update major milestone matrix.	0.90	270.00
	MOC	Business Operations Review and respond to email and review documents.	0.60	180.00
	MOC	Litigation Support Email and review documents regarding status of TIC settlement process. Call with Ken Stephens regarding rollover subscription agreement. Map choices and locate sections in plan. Call with Ken Stephens regarding rollover equity election.	1.40	420.00
	MOC	Strategic Planning Participate in team call.	0.40	120.00

	-	Hours	Amount
6/15/2010 MOC	Tax Issues Prepare background and agenda for DivestCo TIC call and participate in call. Call with Clyde Hamstreet regarding DivestCo TICs; draft letter regarding same.	3.90	1,170.00
MOC	Plan & Disclosure Statement Participate in call regarding LLC settlement issues; review LLC spreadsheets.	1.10	330.00
САН	Strategic Planning Prepare for and lead CRO team member calls to inform members of current status of issues, assign tasks, discuss problems and solutions, get input from counsel and coordinate efforts.	0.70	315.00
САН	Plan Process Work on LLC settlement issues or tax effect inequity issues including collection, stratification and analysis of member level details. Work on developing solutions that provide more equitable outcomes.	4.20	1,890.00
САН	Tax Issues Review the DivestCo TIC tax deferral loss for answers with Darryl Steinhause, Al Kennedy, Maren Cohn and Amy Giannamore. Review draft letter to TICs regarding same.	2.10	945.00
САН	Plan Process Review and respond to emails and phone calls. Work with TIC on Crown Pointe matters. Deal with preparations for hearing. Work on LLC settlement provision regarding distribution of tax liabilities so less than 100% approval needed.	2.30	1,035.00
SD	Travel Time Travel time for Shirley Dunn for travel from Portland to Salem.	1.00 N	O CHARGE
SD	Financing Call with Greg Yates regarding Moses Lake. Continue work on loan modifications including DNB, Stillwater National Bank, Zions Bank, Greenbank, Yellowstone and Community Bank. Call with Greg Peterson of DNB.	2.00	720.00
MS	Business Operations Resolve routine maintenance disagreement. Emails with Werdel regarding Canyon Crest/Waterfield licensing and transition. Emails regarding yellow page contract pro ration. Emails with Mendelsohn and phone calls regarding Colonial Gardens third party assistance. Emails and calls with Granger Cobb regarding referral agency treatment. Review CHOW obligations in PSA and Georgia grease trap CHOW issues. Review Bemetz decision with Michael Boston.	2.20	770.00
GEL	Plan Process Import claim number and claim amount data from BMC database into investor database.	2.60	910.00

	-	Hours	Amount
6/15/2010 GEL	Plan Process Call with Hannah Schmidt regarding importing claim data from BMC into investor database.	0.40	140.00
GEL	Strategic Planning Participate in daily status call.	0.40	140.00
SD	Asset Disposition Participate in various meetings related to preparations for Blackstone closing transaction including Closing Prep/Schedules meeting and Medicaid meeting. Address issues relating to Sunwest preparing resident billings for August on behalf of Emeritus. Request call with Jim Hanson.	2.90	1,044.00
SD	Business Operations Meet with Darryl Fisher regarding communications. Call with Mark Schmidt regarding various issues. Review emails and respond. Address issues relating to referral agencies and Yellow Page advertising leading up to Blackstone sale. Research and address record retention guidelines with Michael Grassmueck.	3.10	1,116.00
КВ	Plan Process Work on assumed executory contracts for HoldCo entities.	4.50	1,440.00
КВ	Asset Disposition Attend closing meeting.	2.00	640.00
КВ	Business Operations Review and respond to emails.	0.50	160.00
SD	Strategic Planning Work on RFP for Feeder Entity tax work. Participate in CRO team call.	1.30	468.00
SD	Tax Issues Telephone call with Moss Adams regarding tax issues.	0.50	180.00
КВ	Financing Discuss with Tim Conway various assumed debt and interest related issues.	0.60	192.00
SD	Cash Management Review and approve transfers. Telephone call and follow-up regarding delinquent debt service payments. Review cash balances.	0.50	180.00
КВ	Asset Disposition Discuss with Tim Conway issues regarding contracts Blackstone requests assumed.	0.30	96.00
КВ	Business Operations Follow-up with Kevin Sullivan on property tax payments.	0.30	96.00

		Hours	Amount
6/15/2010 KMM	Administrative Services Meet with Shirley Dunn to discuss office organization. Assist with administration.	3.00	225.00
6/16/2010 KB	Financing Update schedule of post-petition payments made regarding Century Fields and Briarwood.	0.40	128.00
КВ	Travel Time Travel time for Kathrine Barton for travel from Salem to Coquille.	3.00	NO CHARGE
HS	Data Analysis Work with Maren Cohn and Clyde Hamstreet to produce entity wide claims report for LLC members.	4.50	1,012.50
HS	Cash Management Review daily AP disbursements.	0.70	157.50
HS	Cash Management Emails related to payments of professional fees.	0.30	67.50
MOC	Investor Relations Respond to investor calls and email.	1.30	390.00
САН	Plan Process Work on LLC settlement claims and presentation materials.	3.30	1,485.00
САН	Financing Work on oversight of debt restructuring.	1.90	855.00
CAH	Strategic Planning Prepare for and lead CRO team member calls to inform members of current status of issues, assign tasks, discuss problems and solutions, get input from counsel and coordinate efforts.	1.30	585.00
CAH	Asset Disposition Work on leasehold issues related to HoldCo properties, on CapEx issues and on general operational issues with staff.	2.30	1,035.00
CAH	Plan Process Review and respond to emails and phone calls. Work on settlement possibilities with Alex Rhoten. Work on Crown Pointe debt and TIC issues.	1.30	585.00
МОС	Tax Issues Call with Clyde Hamstreet regarding DivestCo TIC letter; revise letter and draft email transmittal. Finalize and distribute DivestCo TIC letter for review.	1.80	540.00
MOC	Plan & Disclosure Statement Review and respond to email regarding LLC settlement. Conference call with Clyde Hamstreet and Hannah Schmidt regarding spreadsheet showing LLC member claims. Review and comment on further drafts of spreadsheet. Email regarding mailing logistics to LLC members. Call with	3.50	1,050.00

		Hours	Amount
	Hannah Schmidt regarding spreadsheet data. Draft memo explaining spreadsheet; finalize and send LLC memo to Clyde Hamstreet.		
6/16/2010 MOC	Strategic Planning Participate in team call.	1.10	330.00
MS	Business Operations Finalize budgeting participation of VPs and ROMs. Emails regarding records retention. Discuss PTO carryover issue with Michael Boston and Shirley Dunn. Emails to Dunn, Aydelott and Granger Cobb, et al regarding APF cancellation; calls with Darryl Fisher regarding same. Forward wind down staffing to Dunn.	1.40	490.00
MOC	Plan Process Review and comment on latest draft of RM subscription agreement. Call with Ken Stephens regarding rollover member subscription agreement; email regarding same.	0.50	150.00
GEL	Plan Process Continue importing claim number and claim amount data from BMC database into investor database.	2.00	700.00
GEL	Plan Process Emails to/from Hannah Schmidt regarding data mapping of claims data and investor elections into investor database.	0.20	70.00
GEL	Strategic Planning Participate in daily status call.	1.10	385.00
SD	Travel Time Travel time for Shirley Dunn for travel from Portland to Salem.	1.00 l	NO CHARGE
SD	Financing Calls with Rick Barroway, Carol Kinzer and Fran Chen. Continue work on loan modifications/disposition of properties, including Cathay Bank, Stillwater National Bank, Regions Bank, ML Swap contract, United Hospital Center second mortgage, LNR term sheet. Call with GE including Ben McCarrick and Randy Rogers. Call with Greg Yates, Tim Conway and Francesca Weindling regarding LMA changes. Call with Tim Conway regarding mediation with LNR on Monday. Work on information requests regarding Cambridge Court and Cambridge Place negotiations. Work on information regarding dismissal of receivers.	6.30	2,268.00
SD	Asset Disposition Prepare for and telephone conference with Jim Hanson and staff regarding inability of Sunwest to prepare August billings for Emeritus.	0.90	324.00
КВ	Asset Disposition Attend meeting regarding contracts and secured personal property debt to be assumed by Blackstone.	1.20	384.00

	-	Hours	Amount
6/16/2010 KB	Business Operations Investigate Senenet adjustment and write memo regarding same for Shirley Dunn.	2.20	704.00
КВ	Financing Update LMA analysis as compared to Blackstone requirements. Send memo to Shirley Dunn and Tim Conway regarding same.	1.80	576.00
КВ	Financing Finalize analysis and send email to Kathy Mackey to dispute the amount of the increase in CSFB20 tax escrow monthly payment.	1.70	544.00
SD	Business Operations Address issues relating to pay for staff to attend Emeritus training programs. Address Cap Ex in progress. Address timing of payment of Sunwest June administrative wages given timing of holiday. Review and respond to emails.	1.40	504.00
КВ	Business Operations Discuss with Barb Jones status of May closing. Send email requests for information needed to prepare DIP budget to actual reports.	0.30	96.00
6/17/2010 SD	Asset Disposition Telephone call with Tracey Allen of Emeritus regarding transition issues relating to Medicaid billings. Work on other transition issues.	0.80	288.00
SD	Financing Continue work on loan modifications, including Dry Creek second mortgage, Community Bank and Zions Bank. Telephone calls with Greg Yates.	6.10	2,196.00
HS	Communications Calls with Gary Lawrence regarding LLC settlements and planning for data entry.	0.80	180.00
HS	Cash Management Gather information on Willow Creek debt payments and review for reasonableness.	0.60	135.00
SD	Business Operations Participate in meetings regarding Communities at Risk of not being disposed by August 1. Meet with Anne Marie Aydelott regarding contracts. Review emails and respond.	3.30	1,188.00
SD	Strategic Planning Participate in CRO team call.	0.70	252.00
HS	Cash Management Review daily AP disbursements.	1.20	270.00
HS	Cash Management Update 45 day cash forecast and estimate facility funding needs.	1.40	315.00

		-	Hours	Amount
6/17/2010	HS	Data Analysis Review list of investor addresses, compare to LLC listing, discuss addresses with Pam Mattson and obtain new listing. Email new listing to Leslie Hurd to see if it meets her needs related to the upcoming LLC settlement mailing.	1.60	360.00
	HS	Data Analysis Update individual exhibits for LLC settlements.	0.50	112.50
	HS	Cash Management Emails related to payments of professional fees.	0.30	67.50
	CAH	Financing Work with lawyers and Shirley Dunn on status of debt restructuring, issues on bank by bank basis and strategy for completing documentation before confirmation.	2.30	1,035.00
,	CAH	Plan Process Work on general case issues dealing with settlements, plan matters and closing and transitions issues. Work with asset disposition team on disposal of operating facilities by August 1st.	3.40	1,530.00
	CAH	Strategic Planning Prepare for and lead CRO team member calls to inform members of current status of issues, assign tasks, discuss problems and solutions, get input from counsel and coordinate efforts.	0.70	315.00
	MS	Business Operations Participate in conference call regarding communities at risk. Emails with Mendelsohn regarding Colonial Gardens. Calls with Granger Cobb and Kellie Murray regarding regional and VP laptop decision. Emails with Colasudo regarding food pricing. Email with Cobb regarding update on YGL and call with Aydelott regarding same. Calls with Shirley Dunn regarding various wind down topics.	1.80	630.00
	KMM	Tax Issues Work on property tax analysis.	1.50	112.50
	MOC	Tax Issues Email and follow-up regarding DivestCo properties; call with Jason Muth regarding same. Research and email regarding Wyndmoor TICs and settlement.	0.60	180.00
	MOC	Plan & Disclosure Statement Call with Ken Stephens regarding subscription agreement. Review further drafts of subscription agreement, including Blackstone changes. Work on LLC exhibit with Hannah Schmidt. Revise draft cover letter to LLC members regarding settlement.	1.70	510.00
	MOC	Business Operations Participate in call regarding risk of operations post August 1st.	0.70	210.00

		-	Hours	Amount
6/17/2010 M	10C	Investor Relations Draft and distribute email regarding update of major milestone index. Review and respond to email and calls.	2.50	750.00
М	10C	Business Operations Review and respond to email and work on general organization.	0.60	180.00
Mo	10C	Communications Conference call and follow-up regarding resident seeking information about buy-in refunds.	0.30	90.00
GI	EL	Plan Process Clean-up links and formulas in investor distribution model. Add control number functionality for mapping. Change data validation criteria for LLCs. Post model to network for review. Email Hannah Schmidt regarding model changes and open items.	2.40	840.00
GI	EL	Strategic Planning Participate in daily status call.	0.50	175.00
GI	BEL	Plan Process Call with Hannah Schmidt regarding importing claim data from BMC into investor database and use of control number for future mapping.	0.40	140.00
GI	EL	Plan Process Review LLC settlement agreement for data input and database mapping purposes. Mock-up data entry template for investor elections.	1.00	350.00
KN	MM	Administrative Services Print, organize and obtain Clyde Hamstreet signature on Waterford, Britt Summit House, Canyon Crest and Puyallup documents. Notarize, scan email and send as directed.	1.20	90.00
SI	D	Travel Time Travel time for Shirley Dunn for travel from Portland to Salem.	1.00 N	O CHARGE
SI	D	Financing Participate in meeting with Tonkon Torp regarding debt modifications.	1.50	540.00
M	10C	Strategic Planning Participate in team call.	0.40	120.00
6/18/2010 SE	D	Financing Telephone calls with Tim Conway regarding Cambridge Place, Cambridge Court, Briarwood and Century Fields. Continue work on loan modifications. Assist Tim Conway with information needed for mediation with Kosydar lenders.	2.70	972.00
HS	IS	Cash Management Update 45 day cash forecast for modified spend down and review estimate of facility funding needs. Compare to current cash balances and discuss cash needs with AP. Determine funding estimate with Shirley Dunn.	2.50	562.50

			Hours	Amount
6/18/2010	HS	Cash Management Review daily AP disbursements and Sunwest check run.	0.40	90.00
	HS	Cash Management Discuss Sequim Sr. Living taxes with Washington Department of Revenue. Follow-up with Sunwest and see that missed filings were corrected.	0.40	90.00
	HS	Financing Provide five year projections for Woodside and Mountain Laurel.	0.60	135.00
	HS	Cash Management Review June debt payments for CSFB27 and Selco.	0.50	112.50
	HS	Cash Management Follow-up on a number of cash management questions regarding pooled funding, invoices to pay, payroll, etc.	0.50	112.50
	SD	Business Operations Address operational issues. Review emails and respond.	2.50	900.00
	SD	Strategic Planning Participate in CRO team call.	0.70	252.00
	CAH	Business Operations Review and respond to emails and phone calls. Participate in portion of CRO team call.	1.90	855.00
	MS	Business Operations Emails with Granger Cobb regarding APFM and YQL and call to Aydelott regarding same. Call to Darryl Fisher regarding APFM. Discuss employee's lack of car allowance with Michael Boston.	0.60	210.00
	MOC	Plan & Disclosure Statement Review rollover subscription agreement. Call with Ken Stephens regarding same. Review and discuss additional revisions and distribution. Revise cover letter to accompany LLC settlement agreements. Call with Tim Conway regarding Member Value Election form and LLC issues.	1.70	510.00
	МОС	Investor Relations Respond to investor calls and email.	1.80	540.00
	MOC	Tax Issues Email regarding DivestCo TIC letter; tailor letter to particular properties and prepare for distribution. Call with Jeff Schumacher regarding SWP status on Glenellen TICs. Conference call with Michael Grassmueck and Rachel McIvor regarding Glenellen SWP situation; finalize letter and email regarding distribution	1.30	390.00
	MOC	Strategic Planning Participate in team call; discuss upcoming case issues and tasks with Clyde Hamstreet.	1.10	330.00

		Hours	Amount
6/18/2010 MOC	Communications Conference call with resident guardian regarding Paradise Valley resident buy-in issue.	0.20	60.00
KMM	Administrative Services Scan and email document to Kellie Murray as requested by Shirley Dunn.	0.10	7.50
6/19/2010 SD	Litigation Support Work on information for mediation with Kosydar clients.	1.50	540.00
САН	Plan Process Work on status reports, preparations for next weeks mediations and lender deficiency claims. Review and respond to emails.	3.20	1,440.00
MOC	Communications Draft case status report; discuss revisions with Clyde Hamstreet and finalize report. Complete major milestone matrix update.	4.20	1,260.00
MOC	Plan & Disclosure Statement Email regarding rollover subscription agreement.	0.20	60.00
6/20/2010 CAH	Mediation Meet with Receiver and CRO team members and prepare for mediations with Falk. Participate in Falk mediation.	8.90	4,005.00
SD	Litigation Support Review emails and respond relating to mediation.	0.70	252.00
HS	Mediation Collect Cambridge Court and Place debt service information needed for mediation on 6/21.	0.50	112.50
МОС	Plan & Disclosure Statement Conference call with Darryl Steinhause and Amy Giannamore regarding rollover subscription agreements. Call with Clyde Hamstreet regarding mediation and LLC issues.	1.00	300.00
6/21/2010 MOC	Plan & Disclosure Statement Conference call with Tom Wettlaufer and Jason Muth regarding TrustCo and bare land issues. Conference call with Ken Stephens, Ingolf Noto, Darryl Steinhause, and Amy Giannamore regarding rollover member subscription agreements and mechanics of various elections and signatures, and need for revisions to LLC settlement agreement. Email regarding Member Value Election and LLC settlement. Email regarding changes to POR and status of LLC settlement.	2.30	690.00
МОС	Plan & Disclosure Statement General email and organization.	0.50	150.00
MOC	Investor Relations Respond to investor email and calls.	1.20	360.00

		_	Hours	Amount
6/21/2010	MOC	Strategic Planning Call with Clyde Hamstreet regarding team call and mediation results; participate in team call.	0.90	270.00
	CAH	Mediation Prepare for and participate in mediations on secured lenders represented by Chris Kosydar.	12.40	5,580.00
	HS	Mediation Send LLC information for Bob Dunn and LRS mediation to Tom Wettlaufer.	0.50	112.50
	MS	Business Operations Emails with Mike Deines regarding Georgia grease trap issue. Emails with Arndt and Sherman regarding YGL leads. Participate in Emeritus conference call with Granger Cobb, Mendelsohn, Kellie Murray, Werdel and Stansberry. Discuss scanning update with Suzanne Towery and review next day's directors meeting.	1.50	525.00
	KB	Travel Time Travel time for Kathrine Barton for travel from Coquille to Eugene.	2.00 N	IO CHARGE
	KB	Litigation Support Assist with financial analysis at lender negotiations in Eugene.	10.50	3,360.00
6/22/2010	KB	Litigation Support Follow-up on information needed for lender mediation.	0.60	192.00
	MOC	Litigation Support Prepare for and attend mediation regarding LRS, Dunn et al. Assist in finalizing Falk settlement.	8.70	2,610.00
	MOC	Investor Relations Respond to investor calls and email.	2.70	810.00
	CAH	Mediation Participate in mediations session in Judge Hogan's chamber regarding LRS, Dunns, debt restructuring and LLC settlement.	10.30	4,635.00
	SD	Business Operations Review emails and respond.	0.30	108.00
	HS	Mediation Send information regarding Falk memberships to Maren Cohn for mediation.	0.50	112.50
	HS	Data Analysis Emails with Matt Marcos regarding LLC settlement allocation.	0.20	45.00
	HS	Data Analysis Emails with Gary Lawrence and Geoff Winkler regarding distribution model. Draft update for Clyde Hamstreet and Maren Cohn.	0.70	157.50

		-	Hours	Amount
6/22/2010	HS	Cash Management Respond to Green Bank's payment questions.	0.20	45.00
	HS	Cash Management Draft and initiate wire transfer to fund facilities. Approve bank transfer related to health insurance.	0.30	67.50
	HS	Cash Management Various calls and emails regarding cash management.	0.30	67.50
	MS	Business Operations Emails with Steve Arndt and Sherman regarding YGL leads.	0.40	140.00
	GEL	Plan Process Email to Hannah Schmidt with instructions for use of investor distribution model, data entry methodologies, etc. Reply to email from Hannah Schmidt with questions.	1.00	350.00
	KB	Travel Time Travel time for Kathrine Barton for travel from Eugene to Salem.	1.00 N	O CHARGE
	KB	Financing Update master LMA debt schedule and compare balances and calculations based schedule per Matt Marcos. Investigate differences and review actual term sheet or loan modification to reconcile.	3.50	1,120.00
	KB	Business Operations Call regarding administrative payments to referral agency.	0.30	96.00
	KB	Financing Meet with closing team to discuss loan tests and issues.	0.50	160.00
	KB	Business Operations Collect data for monthly DIP budget to actual reporting.	0.50	160.00
6/23/2010	КВ	Litigation Support Review lender's document request regarding Century Fields and Briarwood. Identify those items to be gathered by Sunwest accounting and work with department to promptly respond. Provide list of information to request from lender needed by Sunwest.	2.90	928.00
	KB	Business Operations Follow-up on payment of non-HoldCo Chicago Title invoices.	0.30	96.00
	KB	Business Operations Discuss post-sale accounting needs to control collection or liquidation of remaining assets post sale with Tom Wettlaufer and Barb Jones.	0.40	128.00
	KB	Asset Disposition Review and respond to emails and other information requests.	0.50	160.00

		-	Hours	Amount
6/23/2010	KB	Business Operations Gather data for May DIP budget to actual reporting.	0.40	128.00
	MOC	Litigation Support Attend mediation regarding LLC settlement. Assist in finalizing settlement and documentation follow-up.	5.10	1,530.00
	MOC	Investor Relations Respond to investor calls and email.	1.70	510.00
	MOC	Strategic Planning Participate in team call.	0.60	180.00
	CAH	Mediation Participate in mediation in Judge Hogan's chambers with Bettina Whyte and representatives of Spring Pointe and management committee and LLC committee regarding LLC settlement.	5.50	2,475.00
	CAH	Strategic Planning Work on general matters including directing team members on projects, regarding plan completion, LLC settlement, and closing issues. Sign documents and review and respond to emails.	2.80	1,260.00
	KB	Travel Time Travel time for Kathrine Barton for travel from Salem to Coquille.	3.00	NO CHARGE
	CAH	Strategic Planning Prepare for and lead CRO team member call.	0.40	180.00
	MOC	Business Operations Review and respond to email. Discuss case management issues with Matt Marcos and Clyde Hamstreet.	1.10	330.00
	HS	Cash Management Research debt payment question regarding Sellwood Landing.	0.40	90.00
	KMM	Administrative Services Call with Hannah Schmidt regarding coordinating work related to the LLC Settlement Agreement.	0.20	15.00
	MOC	Plan & Disclosure Statement Discuss TrustCo employment agreement issues with Clyde Hamstreet.	0.40	120.00
	MS	Business Operations Emails with Michael Boston regarding Young in wind down and IQR employee problem with release.	0.30	105.00
	KMM	Administrative Services Print, organize and obtain Clyde Hamstreet signature on easement, Riverdale and Englewood documents. Notarize, scan, email and send/mail as appropriate.	0.40	30.00

	<u>-</u>	<u> Hours</u>	Amount
6/23/2010 HS	Cash Management Call Key Bank regarding wire approval status and approve wires.	0.30	67.50
HS	Cash Management Follow-up on payments to Chicago Title.	0.50	112.50
HS	Data Analysis Review Tom Biesiadecki question on gain/loss calculation for TICs and meet with him regarding same.	0.60	135.00
HS	Data Analysis Send employee LLC list to Tom Wettlaufer.	0.30	67.50
HS	Financing Update and send HUD projections for Mountain Laurel and Woodside to Dan Mahoney.	0.50	112.50
HS	Communications Work towards sending out LLC settlements. Coordinate with Tonkon Torp and reconcile address lists.	4.30	967.50
HS	Cash Management Review daily AP disbursements.	0.40	90.00
6/24/2010 KMM	Administrative Services Discuss logistics of LLC Settlement Agreement mail merge. Work on document preparation.	3.30	247.50
MOC	Plan & Disclosure Statement Work with various parties to finalize the LLC cover letter, resolve related issues and coordinate mailing of the LLC settlement agreements. Participate in multiple conference calls with Hannah Schmidt, Tim Conway, Ken Stephens and others related to same.	6.90	2,070.00
MOC	Investor Relations Respond to investor calls and email.	1.30	390.00
MOC	Strategic Planning Participate in team call.	0.70	210.00
MS	Business Operations Emails with Steve Stradley regarding Utterback job offer and facility employee releases. Call with Kathy Million regarding Legacy Gardens Medicare resident; follow-up with Darryl Fisher and subsequent handling with Robinson.	0.70	245.00
KMM	Administrative Services Call to Mark Schmidt regarding potential Legacy Gardens Medicare resident.	0.10	7.50

	·	Hours	Amount
6/24/2010 HS	Communications Work towards sending out LLC settlements. Coordinate with Tonkon Torp and reconcile address lists.	6.70	1,507.50
HS	Data Analysis Coordinate with financial accounting to update property tax information.	1.00	225.00
HS	Cash Management Review daily AP disbursements.	1.00	225.00
6/25/2010 HS	Cash Management Pull fee applications off of the BMC website.	0.30	67.50
MOC	Business Operations Review and respond to general email and phone calls.	0.40	120.00
SD	Business Operations Review emails and respond.	0.30	108.00
MOC	Business Operations Conference call with Sunwest staff, Greg Yates, Paul Rundell and Mark Schmidt regarding communities with risk of post August 1st operations.	0.40	120.00
KMM	Administrative Services Continue work on LLC Settlement Agreement mail merge. Email completed documents to Blair Barton.	1.40	105.00
MOC	Investor Relations Calls and email regarding investor relations database. Calls and email to respond to investor inquiries, primarily regarding the rollover equity election.	2.80	840.00
MOC	Plan & Disclosure Statement Call with Steve Stradley regarding LLC settlement and TrustCo issues. Call with Tom Wettlaufer regarding LLC settlement logistics and employee matters. Email and calls with multiple parties regarding LLC settlement mailing and LLC Committee letter. Call with D. Whitaker and with Tom Wettlaufer regarding same. Call with Tim Conway regarding LLC settlement letters; finalize LLC settlement letters and prepare for mailing. Call with Darryl Steinhause regarding HFG mediation tax issues. Call with David Zaro regarding HFG mediation.	4.50	1,350.00
MS	Business Operations Participate in communities at risk of post closing operation conference call. Call with Tom Wettlaufer regarding special rent spreadsheet; follow-up with Darryl Fisher and review and respond to related emails.	1.10	385.00
MOC	Strategic Planning Participate in team call.	0.30	90.00

		-	Hours _	Amount
6/25/2010	MOC	Tax Issues Conference call with Tim Conway and Jeanne Chamberlain regarding DivestCo TICs adversary proceedings. Call with Darryl Steinhause regarding DivestCo TIC issues.	0.80	240.00
	HS	Cash Management Update mortgage payment schedule for July.	1.50	337.50
	HS	Cash Management Review Sunwest check run. Approve payroll tax payments.	0.50	112.50
	HS	Cash Management Review daily AP disbursements.	1.30	292.50
6/26/2010	MOC	Investor Relations Respond to investor email.	0.20	60.00
	KMM	Administrative Services Calls with Maren Cohn and Leslie Hurd regarding LLC Settlement Agreement address labels. Forward requested information.	0.60	45.00
	MOC	Plan & Disclosure Statement Review documents received from HFG regarding proposed settlement. Call with Clyde Hamstreet regarding HFG matters and with Matt Marcos regarding HFG settlement. Conference call with Leslie Hurd and Kathy Million regarding LLC settlement mailing problems.	3.10	930.00
6/27/2010	CAH	Business Operations Review and respond to emails.	1.60	720.00
	MOC	Plan & Disclosure Statement Email regarding HFG mediation.	0.30	90.00
	MOC	Tax Issues Email regarding DivestCo TICs.	0.10	30.00
6/28/2010	MOC	Strategic Planning Participate in team call regarding HFG mediation and DivestCo TICs.	1.30	390.00
	MOC	Plan & Disclosure Statement Discuss HFG mediation issues and prepare for mediation. Conference call with Tim Conway, Amy Giannamore, and Darryl Steinhause regarding status of HFG mediation. Meet with Sunwest LLC members regarding settlement offers. Discuss TrustCo and potential claims with Steve Stradley.	2.50	750.00
	MOC	Business Operations Review Clyde Hamstreet email. Review and respond to email and work on general organization. Email update to Clyde Hamstreet.	0.80	240.00
	MOC	Tax Issues Prepare for and participate in call regarding DivestCo TICs.	0.50	150.00

			Hours	Amount
6/28/2010	MS	Business Operations Respond to documentation request on yellow page contract commitment and on rent concessions; call to transition teleconference; review directors meeting materials and weeks census.	0.50	175.00
	KB	Business Operations Prepare DIP Budget to Actual reports.	6.20	1,984.00
	KB	Business Operations Review and respond to emails.	0.90	288.00
	KMM	Administrative Services Discuss with investor issues related to claim information request.	0.10	7.50
	KMM	Administrative Services Discuss with Hannah Schmidt information request for MVP Sports account.	0.10	7.50
	KMM	Administrative Services Field investor call regarding LLC Settlement Agreement. Email Hannah Schmidt regarding address confusion for said agreement. Forward correct address information to Leslie Hurd at Tonkon Torp.	0.30	22.50
	SD	Travel Time Travel time for Shirley Dunn for travel from Portland to Salem.	1.00	NO CHARGE
	SD	Strategic Planning Participate in CRO team call.	0.70	252.00
	HS	Cash Management Follow up on RNG Exteriors payment issues. Discuss with Doug T, AP and RNG.	0.70	157.50
	HS	Cash Management Review Sunwest check run and daily AP disbursements.	0.30	67.50
	HS	Cash Management Approve wire transfers.	0.10	22.50
	HS	Cash Management Review recoding of professional fees in Sunwest for 2009 and related emails with Dan Fish.	0.20	45.00
	HS	Tax Issues Review request from Moss Adams regarding allocation of professional fees into different groups.	1.30	292.50
	HS	Cash Management Review proposed debt payments for July.	1.20	270.00
	KMM	Administrative Services Call with Hannah Schmidt regarding address error on LLC mailing.	0.10	7.50

		-	<u>Hours</u>	Amount
6/28/2010	SD	Strategic Planning Coordinate information relating to HFG tax issues; telephone call with Tim Conway.	0.70	252.00
	HS	Cash Management Reconcile treasury spreadsheets for the month of June.	1.10	247.50
	HS	Cash Management Answer various treasury questions.	0.40	90.00
	SD	Business Operations Review emails and respond. Meet with Suzanne Towery regarding document retention, scanning and asset dispositions. Participate in meeting with Michael Grassmueck and employees regarding treatment under the POR. Review Jon Harder personal files strategy with Mike Grassmueck and Suzanne Towery. Address employee issues with Michael Boston.	1.80	648.00
	HS	Communications Discuss status with Maren Cohn and Shirley Dunn.	0.40	90.00
	HS	Data Analysis Call with Gary Lawrence regarding distribution model.	0.20	45.00
	HS	Data Analysis Call with Kathy Million regarding address error on LLC mailing.	0.10	22.50
	SD	Asset Disposition Review emails relating to loan modifications and coordinate work with Senior Accountants. Review status of sale closing preparations and follow up.	2.10	756.00
	SD	Financing Review progress with lenders and continue work on loan modifications.	1.80	648.00
	GEL	Plan Process Call and voice mail with Hannah Schmidt regarding control numbers for records in investor database distribution model.	0.20	70.00
	MOC	Investor Relations Review and respond to email and phone calls. Develop protocol for discussing LLC settlement and responding to investor inquiries. Conference call with various parties including Shirley Dunn and Paul Wulf regarding LLC settlement. Meet with Pam Mattson to review investor relations wind-down issues. Email regarding LLC settlement and presentation; suggest edits to presentation.	5.20	1,560.00
6/29/2010	SD	Financing Continue work on loan modifications.	2.00	720.00
	HS	Cash Management Prepare for and attend meeting on July debt payments.	2.00	450.00

		Hours	Amount
6/29/2010 HS	Cash Management Review daily AP disbursements.	0.60	135.00
HS	Cash Management Update professional fees schedule for May invoices.	1.20	270.00
CA	H Plan Process Work with Maren Cohn on tax, information package for LLC members and general plan execution issues.	1.10	495.00
MC	C Business Operations Review and respond to email. Review Clyde Hamstreet's email. Call and update Clyde Hamstreet.	0.60	180.00
MS	Business Operations Emails to Deines and Fisher regarding cap-ex review; calls to Stradley and to Fisher. Forward severance data to Stradley.	0.40	140.00
KN	M Administrative Services Generate 2009 Hamstreet & Associates professional fee report as requested by Hannah Schmidt and Moss Adams for use in determining appropriate tax accounts.	0.60	45.00
KN	M Administrative Services Discuss with Greg Yates need for lodging and meeting rooms for confirmation hearing in Eugene. Contact the Eugene Hilton and make arrangements accordingly. Discuss with Brent Hamstreet IT needs.	1.10	82.50
KB	Business Operations Prepare DIP Budget to Actual reports.	5.50	1,760.00
KN	M Administrative Services Forward email regarding claim information request to Jeff Winkler at Grassmueck Group.	0.10	7.50
KB	Business Operations Review and respond to emails.	0.50	160.00
MC	C Strategic Planning Participate in team call.	0.20	60.00
МС	C Plan & Disclosure Statement Prepare for and participate in HFG discussions regarding rollover member LLC agreement, tax issues and settlement documentation.	6.30	1,890.00
MC	C Investor Relations Investor phone calls and email. Review and comment on LLC committee materials. Conference call with Michael Grassmueck, Tim Conway, David Zaro, Dan Whitaker et al regarding LLC settlement communication materials.	4.30	1,290.00

	<u>-</u>	Hours	Amount
6/29/2010 HS	Asset Disposition Attend weekly closing meeting.	1.50	337.50
HS	Tax Issues Classify professional fees per request from Moss Adams.	2.60	585.00
SD	Business Operations Review emails and respond. Work with Doug Treganowen regarding quick claim deed on Eagle Meadows and follow up; emails with Ken Stephens.	2.50	900.00
SD	Travel Time Travel time for Shirley Dunn for travel from Portland to Salem.	1.00 N	IO CHARGE
SD	Strategic Planning Participate in CRO team call.	0.70	252.00
SD	Asset Disposition Participate in Blackstone sale closing preparation meeting. Work with Jessica Lindsay, Kyle Hibler and Carrie Rasca regarding LMA loan balances. Review debt payments with Hannah Schmidt, Carrie Rasca, Kyle Hibler and Jessica Lindsay. Discussion with Kellie Murray regarding transition planning.	3.90	1,404.00
SD	Mediation Telephone call with Tim Conway regarding progress/status of Kosydar mediations. Follow-up.	0.50	180.00
6/30/2010 MO	C Financing Prepare for and participate in team call.	1.20	360.00
HS	Asset Disposition Update property tax dry close spreadsheet for data from financial accounting.	6.00	1,350.00
SD	Asset Disposition Participate in meeting with Tom Wettlaufer, Carrie Rasca, Kyle Hibler, Barb Jones and Anne Marie Aydelott regarding contract assumptions. Discussion with Kellie Murray regarding staffing transition issues and HQ lease.	1.40	504.00
SD	Strategic Planning Participate in CRO team call and follow-up.	1.30	468.00
SD	Financing Meet with Jessica Lindsay regarding Nebraskaland reserves. Calls to and with Ty Lucas of Nebraskaland National Bank. Continue work on LMA's; supply and coordinate information regarding Cambridge Court and Cambridge Place, Century Fields and Briarwood. Call with Tim Conway.	7.50	2,700.00
SD	Business Operations Review emails and respond.	1.50	540.00

	<u>-</u>	Hours	Amount
6/30/2010 MOC	Investor Relations Respond to investor email and calls primarily regarding rollover equity elections and LLC settlement agreement. Revise LLC settlement FAQ. Call with David Zaro and with Michael Grassmueck. Listen in on LLC webinar. Calls with Dan Whitaker, Michael Grassmueck, Geoff Winkler and David Zaro regarding clawback FAQ and claims questions in connection with LLC call. Call with Tim Conway.	8.20	2,460.00
HS	Cash Management Obtain access to key bank website/wire transfer authorization. Approve wires.	0.90	202.50
HS	Cash Management Discuss various cash management issues (debt service, facility funding, invoices to pay) with treasury and AP.	0.80	180.00
HS	Cash Management Review Sunwest check run and MVP cash use projection.	0.20	45.00
HS	Asset Disposition Various emails about LLC settlement and tabulation of various investor forms for input to distribution model.	0.50	112.50
HS	Asset Disposition Discuss LLC settlement value with Tom Biesiadecki and research his question.	0.50	112.50
MS	Business Operations Emails to/from Towery, Dunn and Fisher. Call to Dunn.	0.50	175.00
KB	Business Operations Prepare DIP Budget to Actual reports.	3.10	992.00
КВ	Business Operations Review and respond to emails.	0.50	160.00
КВ	Business Operations Prepare Autumn Glen and Autumn Park comparison of budget to actual for October to date in response to lender request.	0.50	160.00
КВ	Litigation Support Prepare Century Fields and Briarwood comparison of budget to actual for October to date for Matt Marcos deposition preparation.	0.50	160.00
MOC	Business Operations Review and respond to email. Review Clyde Hamstreet's email. Work on general case organization.	0.90	270.00
For	professional services rendered	995.90	\$317,610.50

Additional Charges:

		Price	Qty	Amount
6/1/2010 Mis	iscellaneous expense: Conference call services for May 2010.	\$950.73	1	950.73
Pa	arking expense for Clyde Hamstreet on 4/27/10.	\$4.50	1	4.50
Pa	arking expense for Clyde Hamstreet on 5/27/10.	\$12.00	1	12.00
	ileage expense for Shirley Dunn for travel from Portland to Salem and turn.	\$0.50	104	52.00
Bu	usiness meal expense for Hannah Schmidt and Shirley Dunn on April 9.	\$11.00	1	11.00
Pa	arking expense for Clyde Hamstreet on 4/1/10.	\$12.00	1	12.00
	ileage expense for Mark Schmidt for travel from Welches to Salem to ortland	\$0.50	132	66.00
	ileage expense for Hannah Schmidt for travel from Portland to Salem and return.	\$0.50	100	50.00
6/2/2010 Pa	arking expense for Shirley Dunn.	\$18.00	1	18.00
	ileage expense for Mark Schmidt for travel from Portland to Salem and turn.	\$0.50	102	51.00
	ileage expense for Mark Schmidt for travel from Portland to Salem and turn.	\$0.50	102	51.00
	ileage expense for Shirley Dunn for travel from Portland to Salem and turn.	\$0.50	104	52.00
Mil	ileage expense for Kathrine Barton for travel from Coquille to Salem.	\$0.50	195	97.50
Pa	arking expense for Clyde Hamstreet.	\$12.00	1	12.00
6/4/2010 Mil	ileage expense for Kathrine Barton for travel from Salem to Coquille.	\$0.50	195	97.50
	ileage expense for Mark Schmidt for travel from Portland to Salem to elches.	\$0.50	132	66.00
	ileage expense for Shirley Dunn for travel from Portland to Salem and turn.	\$0.50	104	52.00
	ileage expense for Clyde Hamstreet for travel from Portland to Salem and return.	\$0.50	100	50.00
	ileage expense for Mark Schmidt for travel from Welches to Salem to ortland.	\$0.50	132	66.00
Pa	arking expense for Shirley Dunn.	\$18.00	1	18.00

		Price	Qty	Amount
6/7/2010	Mileage expense for Shirley Dunn for travel from Portland to Salem and return.	\$0.50	104	52.00
	Mileage expense for Hannah Schmidt for travel from Portland to Salem and return.	\$0.50	100	50.00
	Business meal expense for Kathrine Barton.	\$14.75	1	14.75
	Mileage expense for Kathrine Barton for travel from Coquille to Salem.	\$0.50	195	97.50
6/8/2010	Mileage expense for Mark Schmidt for travel from Portland to Salem and return.	\$0.50	102	51.00
	Business meal expense for Kathrine Barton.	\$18.82	1	18.82
	Parking expense for Shirley Dunn.	\$18.00	1	18.00
	Mileage expense for Hannah Schmidt for travel from Portland to Salem and return.	\$0.50	100	50.00
6/9/2010	Mileage expense for Mark Schmidt for travel from Portland to Salem and return.	\$0.50	102	51.00
	Business meal expense for Kathrine Barton.	\$16.23	1	16.23
	Business meal expense for working lunch for Clyde Hamstreet, Greg Yates, Matt Marcos, Maren Cohn and Hannah Schmidt.	\$66.80	1	66.80
	Mileage expense for Shirley Dunn for travel from Portland to Salem and return.	\$0.50	104	52.00
6/10/2010	Mileage expense for Mark Schmidt for travel from Portland to Salem and return.	\$0.50	102	51.00
	Mileage expense for Shirley Dunn for travel from Portland to Salem and return.	\$0.50	104	52.00
	Business meal expense for working lunch for Clyde Hamstreet, Hannah Schmidt, Maren Cohn and Greg Yates.	\$38.25	1	38.25
	Lodging expense for Kathrine Barton.	\$119.90	1	119.90
	Mileage expense for Kathrine Barton for travel from Salem to Coquille.	\$0.50	195	97.50
6/11/2010	Mileage expense for Hannah Schmidt for travel from Portland to Salem and return.	\$0.50	100	50.00
	Mileage expense for Shirley Dunn for travel from Portland to Salem and return.	\$0.50	104	52.00
	Business meal expense for Mark Schmidt, Hannah Schmidt and Shirley Dunn.	\$24.90	1	24.90

		<u>Price</u>	Qty	Amount
6/11/2010	Mileage expense for Mark Schmidt for travel from Portland to Salem to Welches.	\$0.50	132	66.00
	Lodging expense for Kathrine Barton.	\$119.90	1	119.90
6/14/2010	Mileage expense for Shirley Dunn for travel from Portland to Salem and return.	\$0.50	104	52.00
	Mileage expense for Mark Schmidt for travel from Welches to Salem and return.	\$0.50	162	81.00
	Business meal expense for Kathrine Barton.	\$12.98	1	12.98
	Lodging expense for Kathrine Barton.	\$119.90	1	119.90
	Mileage expense for Kathrine Barton for travel from Coquille to Salem.	\$0.50	195	97.50
	Mileage expense for Hannah Schmidt for travel from Portland to Salem and return.	\$0.50	100	50.00
6/15/2010	Business meal expense for Kathrine Barton, Kathy Million, Hannah Schmidt and Shirley Dunn.	\$50.30	1	50.30
	Mileage expense for Hannah Schmidt for travel form Portland to Salem and return.	\$0.50	100	50.00
	Lodging expense for Kathrine Barton.	\$119.90	1	119.90
	Mileage expense for Shirley Dunn for travel from Portland to Salem and return.	\$0.50	104	52.00
	Business meal expense for Kathy Million.	\$4.60	1	4.60
	Mileage expense for Kathy Million for travel from Gresham to Salem and return.	\$0.50	118	59.00
6/16/2010	Mileage expense for Shirley Dunn for travel from Portland to Salem and return.	\$0.50	104	52.00
	Mileage expense for Kathrine Barton for travel from Salem to Coquille.	\$0.50	195	97.50
	Mileage expense for Hannah Schmidt for travel from Portland to Salem and return.	\$0.50	100	50.00
6/17/2010	Mileage expense for Shirley Dunn for travel from Portland to Salem and return.	\$0.50	104	52.00
	Parking expense for Shirley Dunn.	\$2.40	1	2.40
	Business meal expense Clyde Hamstreet, Maren Cohn, Greg Yates and Matt Marcos.	\$44.00	1	44.00

		Price	Qty	Amount
6/17/2010 Mileage expense for Hannah Schmidt for trav	rel from Portland to Salem.	\$0.50	100	50.00
6/18/2010 Parking expense for Shirley Dunn.		\$18.00	1	18.00
Mileage expense for Hannah Schmidt for travand return.	rel from Portland to Salem	\$0.50	100	50.00
6/21/2010 Parking expense for Kathrine Barton in Euge	ne.	\$5.00	1	5.00
Mileage expense for Kathrine Barton for trave	el from Coquille to Eugene.	\$0.50	134	67.00
Lodging expense for Kathrine Barton.		\$185.70	1	185.70
6/22/2010 Lodging expense for Maren Cohn in Eugene.		\$185.70	1	185.70
Lodging expense for Kathrine Barton.		\$119.90	1	119.90
Business meal expense for Kathrine Barton.		\$16.23	1	16.23
Mileage expense for Maren Cohn for travel fr return.	om Portland to Eugene and	\$0.50	220	110.00
Mileage expense for Kathrine Barton for trave	el from Eugene to Salem.	\$0.50	64	32.00
6/23/2010 Lodging expense for Clyde Hamstreet.		\$643.30	1	643.30
Mileage expense for travel for Clyde Hamstre Eugene and return.	et for travel from Portland to	\$0.50	210	105.00
Mileage expense for Kathrine Barton for trave	el from Salem to Coquille.	\$0.50	195	97.50
Mileage expense for Hannah Schmidt for travand return.	rel from Portland to Salem	\$0.50	100	50.00
6/24/2010 Mileage expense for Hannah Schmidt for travand return.	rel from Portland to Salem	\$0.50	100	50.00
6/25/2010 Mileage expense for Hannah Schmidt for travand return.	rel from Portland to Salem	\$0.50	100	50.00
6/28/2010 Mileage expense for Maren Cohn for travel fr return.	om Portland to Salem and	\$0.50	100	50.00
Mileage expense for Hannah Schmidt for travand return.	rel from Portland to Salem	\$0.50	100	50.00
Mileage expense for Shirley Dunn for travel f return.	rom Portland to Salem and	\$0.50	104	52.00
6/29/2010 Mileage expense for Hannah Schmidt for travand return.	rel from Portland to Salem	\$0.50	100	50.00

	Price	Qty	Amount
6/29/2010 Mileage expense for Shirley Dunn for travel from Portland to Salem and return.	\$0.50	104	52.00
6/30/2010 Mileage expense for Hannah Schmidt for travel from Portland to Salem and return.	\$0.50	100	50.00
Mileage for Shirley Dunn for travel from Portland to Salem and return.	\$0.50	104	52.00
Miscellaneous expense: Federal Express charges	\$15.71	1	15.71
Miscellaneous expense: Delivery charges.	\$16.00	1	16.00
Total additional charges			\$6,268.90
Total amount of this bill			\$323,879.40
Accounts receivable transactions			
6/15/2010 Payment - Thank You. Check No. Transfer			(\$293,144.98)
Total payments and adjustments			(\$293,144.98)
Balance due		\$	51,440,629.03

Consultant Summary

Name	Hours	Rate	Amount
Brent Hamstreet	8.80	135.00	\$1,188.00
Clyde A. Hamstreet	188.80	450.00	\$84,960.00
Gary Lawrence	73.30	350.00	\$25,655.00
Hannah Schmidt	130.30	225.00	\$29,317.50
Jan Heald Robinson	0.70	300.00	\$210.00
Kathrine Barton	86.70	320.00	\$27,744.00
Kathrine Barton	24.00	0.00	\$0.00
Mark Schmidt	94.20	350.00	\$32,970.00
Mark Schmidt	12.30	0.00	\$0.00
Shirley Dunn	165.60	360.00	\$59,616.00
Shirley Dunn	12.70	0.00	\$0.00
Maren Cohn	182.50	300.00	\$54,750.00
Kathy Million	16.00	75.00	\$1,200.00